

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,

Debtor.<sup>1</sup>

PROMESA  
Title III

No. 17 BK 3283-LTS  
(Jointly Administered)

**Re: ECF No. 13029**

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY,

Debtor.

PROMESA  
Title III

No. 17 BK 3567-LTS

**Re: ECF No. 786**

**RESPONSE OF THE PUERTO RICO FISCAL AGENCY AND FINANCIAL ADVISORY  
AUTHORITY TO THE COURT’S ORDER GRANTING MOTION TO SEAL FOR  
LIMITED DURATION AND FOR SUPPLEMENTAL BRIEFING [ECF NO. 13029]**

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

To the Honorable United States Magistrate Judge Judith G. Dein:

The Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”), as fiscal agent for the Commonwealth of Puerto Rico (the “Commonwealth”), the Puerto Rico Highways and Transportation Authority (“HTA”), the Puerto Rico Infrastructure Financing Authority (“PRIFA”), and the Puerto Rico Convention Center District Authority (“CCDA”), respectfully submits this brief in response to the Court’s *Order Granting Motion to Seal for Limited Duration and for Supplemental Briefing* [ECF<sup>2</sup> 13029] “Order”).<sup>3</sup> In response to the Order, AAFAF respectfully states as follows.

1. On April 21, 2020, this Court entered the Stipulation and Protective Order (ECF 12912, and ECF 771 in Case No. 17-BK-3567-LTS) (the “Protective Order”). The Protective Order prohibits public disclosure of discovery marked as Confidential Material or Professional Eyes Only Material in connection with the Lift Stay Motions.

2. On April 30, 2020 and May 5, 2020, in accordance with the Protective Order, the Movants in connection with the Lift Stay Motions filed certain documents produced by AAFAF as Confidential under the Protective Order (the “Confidential Filings”) under seal.

3. On May 4, 2020, this Court allowed sealing of the Confidential Filings for limited duration, and ordered that the Government Parties file a short brief justifying continued sealed treatment by May 18, 2020. Order ¶ 3.

4. AAFAF consents to public filing of the following documents that are currently under seal:

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<sup>2</sup> “ECF” refers to documents filed in Case No. 17-BK-3283-LTS, unless otherwise noted.

<sup>3</sup> Capitalized terms not defined herein shall have the meanings given to them in the Order unless otherwise specified.

***PRIFA Lift Stay Reply***

- An unredacted copy of the Miller Declaration, and Exhibits 29, 32, 34 thereto.<sup>4</sup>
- An unredacted copy of Exhibit 1 to the Holder Declaration in Support of the PRIFA Lift Stay Motion.<sup>5</sup>

***HTA Lift Stay Reply***

- An unredacted copy of HTA Reply Brief<sup>6</sup>
- An unredacted copy of Exhibit 1 to the Holder Declaration in Support of the HTA Lift Stay Motion.<sup>7</sup>
- Exhibits 2-3, 18-19, and 64 to the Natbony Declaration.<sup>8</sup>

5. AAFAF requests that the unredacted copies of the following documents remain under seal because this Court has already directed that the identical versions of those exhibits filed on the public docket be sealed and re-filed with financial account numbers redacted. *See* ECF 13067.

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<sup>4</sup> See Declaration of Atara Miller in Support of the Reply of Ambac Assurance Corporation, Financial Guaranty Insurance Company, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and U.S. Bank Trust National Association, in Support of Their Amended Motion Concerning Application of the Automatic Stay to the Revenues Securing PRIFA Rum Tax Bonds, filed at ECF 13001, and the exhibits at ECF 13001-5, 13001-8, 13001-10.

<sup>5</sup> See Exhibit 1 to the Declaration of William W. Holder in Support of the Reply of Ambac Assurance Corporation, Financial Guaranty Insurance Company, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and U.S. Bank Trust National Association, in Support of their Amended Motion Concerning Application of the Automatic Stay to the Revenues Securing PRIFA Rum Tax Bonds, filed at ECF 13002-1.

<sup>6</sup> See Reply in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection, filed at ECF 12996 in Case No. 17-BK-3283 and ECF 778 in Case No. 17-BK-3567

<sup>7</sup> See Exhibit 1 to the Declaration of William W. Holder in Support of the Reply of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company, in Support of Their Motion for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection, filed at ECF 13005-1, and ECF 781-1 in Case No. 17-BK-3567.

<sup>8</sup> See Exhibits 2-3, 18-19, and 64 to the Declaration of William J. Natbony in Support of Reply in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection, filed at ECF 13039-2 through 13039-12, 13039-28 through 13039-31, 13040-39 through 13040-41, and ECF 789-2 through 789-12, 789-28 through 789-31, 790-39 through 790-41 in Case No. 17-BK-3567.

***PRIFA Lift Stay Reply***

- Exhibit 39 to the Miller Declaration.<sup>9</sup>

***CCDA Lift Stay Reply***

- Exhibits 38, 41, 42, and 45 to the Hughes Declaration.<sup>10</sup>

***HTA Lift Stay Reply***

- Exhibit 66 to the Natbony Declaration.<sup>11</sup>

6. With respect to the remaining Confidential Filings, AAFAF respectfully requests that this Court direct that the publicly filed versions of the remaining Confidential Filings be filed with redacted financial account numbers, taxpayer-identification numbers, and social security numbers (for each, except for the last four digits), consistent with Federal Rule of Bankruptcy Procedure 9037(a),<sup>12</sup> and that employee non-work contact information and employee signatures be redacted as well pursuant to paragraphs 2, 16, and 18 of the Protective Order<sup>13</sup> to protect government personnel from the risk of forgery, identity theft, or invasion of privacy that could result from the widespread dissemination of their signatures or non-work contact information. *See, e.g., United States v. Reyes-Romero*, 327 F. Supp. 3d 855, 869 n.3 (W.D. Pa. 2018) (redacting government officials' signatures from forms appended to court opinion because "the publication of complete signatures could pose an identity theft issue to those involved.");

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<sup>9</sup> ECF 13001-15, which is filed publicly with redactions at ECF 13078-2.

<sup>10</sup> ECF 13010-19, 13010-22, 13010-23, 13010-26, which are filed publicly with redactions at ECF 13078-3 through 13078-6.

<sup>11</sup> ECF 13040-43, and ECF 790-43 in Case No. 17-BK-3567, which are filed publicly with redactions at ECF 13078-1, and ECF 802-1 in Case No. 17-BK-3567.

<sup>12</sup> Rule 9037(a) provides that a filing containing "an individual's social-security number, taxpayer-identification number, or birth date, the name of an individual, other than the debtor, known to be and identified as a minor, or a financial-account number, a party or nonparty making the filing may include only: (1) the last four digits of the social-security number and taxpayer-identification number; (2) the year of the individual's birth; (3) the minor's initials; and (4) the last four digits of the financial-account number."

<sup>13</sup> The Protective Order defines personal identifying information as "including, but not limited to, non-professional individual contact information, Social Security numbers, or personal credit card numbers." ECF 12912 in Case No. 17-3283, ¶ 16.

see also *United States v. Gatto*, 17-cr-686, 2019 WL 4194569, at \*8 n.64 (S.D.N.Y. Sept. 3, 2019) (characterizing redactions of signatures in exhibits that did not conceal identity of signors as “routine and non-controversial”); *Boggs v. United States*, 143 Fed. Cl. 508, 520 (2019) (explaining that the public’s interest in judicial transparency does not extend to “knowing a plaintiff’s home address or personal contact information”) (permitting sealing of personal contact information).

7. Accordingly, AAFAF respectfully requests that the Court enter an order directing the Movants to file the redacted copies of those documents attached hereto as Exhibits A to AW:

***PRIFA Lift Stay Reply***

- The redacted copy of the PRIFA Reply Brief<sup>14</sup> attached hereto as Exhibit A.
- The redacted copies of Exhibits 26, 37-38, 40, 42 to the Miller Declaration<sup>15</sup> attached hereto as Exhibits B through F.

***CCDA Lift Stay Reply***

- The redacted copy of the CCDA Reply Brief<sup>16</sup> attached hereto as Exhibit G.
- The redacted copy of the Hughes Declaration<sup>17</sup> attached hereto as Exhibit H.
- The redacted copies of Exhibits 22 through 37, 39, 40, 43, 44, 46, 47<sup>18</sup> to the Hughes Declaration attached hereto as Exhibits I through AD.

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<sup>14</sup> *Reply of Ambac Assurance Corporation, Financial Guaranty Insurance Company, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and U.S. Bank Trust National Association, in Support of their Amended Motion Concerning Application of the Automatic Stay to the Revenues Securing PRIFA Rum Tax Bonds* [ECF 13000].

<sup>15</sup> ECF Nos. 13001-2, 13001-13, 13001-14, 13001-16, 13001-18.

<sup>16</sup> *Ambac Assurance Corporation, Financial Guaranty Insurance Company, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and the Bank of New York Mellon’s Reply in Support of Their Motion Concerning Application of the Automatic Stay to the Revenues Securing the CCDA Bonds* [ECF 13008].

<sup>17</sup> *Declaration of John J. Hughes, in Support of Ambac Assurance Corporation, Financial Guaranty Insurance Company, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and the Bank of New York Mellon’s Reply in Support of Their Motion Concerning Application of the Automatic Stay to the Revenues Securing the CCDA Bonds* [ECF 13010].

<sup>18</sup> ECF Nos. 13010-3 through 13010-18, 13010-20, 13010-21, 13010-24, 13010-25, 13010-27, 13010-28.

***HTA Lift Stay Reply***

- The redacted copies of Exhibits 21, 27 through 40, 42, 43, 46, and 47<sup>19</sup> to the Natbony Declaration attached hereto as Exhibits AE through AW.

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<sup>19</sup> ECF Nos. 13039-33, 13039-55 through 13039-91, 13040-1 through 13040-12, 13040-14 through 13040-16, 13040-19, 13040-20 in Case No. 17-BK-3283 and ECF 789-33, 789-55 through 789-91, 790-1 through 790-12, 790-14 through 790-16, 790-19, 790-20 in Case No. 17-BK-3567.

Dated: May 18, 2020  
San Juan, Puerto Rico

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